

Robert B. Weiser (*Subject to Admission Pro Hac Vice*)
Brett D. Stecker (*Subject to Admission Pro Hac Vice*)
Jeffrey J. Ciarlanto (*Subject to Admission Pro Hac Vice*)

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Attorneys for Plaintiff

IN THE UNITED STATES DISTRICT COURT

DISTRICT OF UTAH, CENTRAL DIVISION

IN RE NUSKIN ENTERPRISES, INC.
SHAREHOLDER DERIVATIVE
LITIGATION,

This Document Relates To:

ALL ACTIONS.

**MOTION FOR PRO HAC VICE
ADMISSION AND CONSENT OF
LOCAL COUNSEL**

Case No. 2:14-CV-00107-DB

SHAREHOLDER DERIVATIVE
ACTION

Pursuant to DUCivR 83-1.1(d), I move the admission of Brett M. Middleton as pro hac vice counsel for Plaintiff Suderov and as co-lead derivative counsel and I consent to serve as local counsel. An application for pro hac vice admission is attached as Exhibit A to this motion. An Electronic Case Filing Registration Form is attached as Exhibit B. A proposed order granting this motion is attached as Exhibit C. The admission fee of \$15.00 has been paid to the Court with the submission of this motion.

Dated: March 11, 2014.

MILLER TOONE, P.C.

/s/ P. Matthew Muir

P. Matthew Muir
Derivative Liaison Counsel

EXHIBIT A

UNITED STATES DISTRICT COURT FOR THE DISTRICT OF UTAH

APPLICATION FOR ADMISSION PRO HAC VICE

Name of Attorney: BRETT M. MIDDLETON Telephone: 858-720-3189

Firm Name: BERNSTEIN LITOWITZ BERGER & GROSSMANN LLP

Business Address: 12481 High Bluff Drive, Suite 300
San Diego, CA 92130

Current bar memberships and date of admission:

Jurisdiction

Bar Number

California

199427

Admitted on 12/8/1998

Have you ever been the subject of disciplinary action by any bar to which you have been admitted?

X No ____ Yes (provide additional information)

Prior pro hac vice admissions in the District of Utah:

X none

Case Name: _____

Case Number: _____

Admission Date: _____

(Attach list of other cases separately if more space is needed.)

I certify that I am a member in good standing of all bars to which I have been admitted. I further agree to read and comply with the Utah Rules of Professional Conduct and the Utah Standards of Professionalism and Civility. This certification that the foregoing is true and correct is made under penalty of perjury.


Signature

7/15/14
Date

Non-resident United States attorneys and attorneys employed by agencies of the federal government are exempt from the pro hac vice fee. All other attorneys must pay a fee of \$15.00 concurrent with this application. This application must be filed as an attachment to a motion for admission and consent filed by local counsel.

If you have not previously registered for CM/ECF in the District of Utah, please attach a completed Electronic Case Registration Form with this application to receive your login and password.

EXHIBIT B

**UNITED STATES DISTRICT COURT
DISTRICT OF UTAH**

ELECTRONIC CASE FILING REGISTRATION FORM

Active members and current pro hac vice members of the District of Utah's Bar may register for the District of Utah Electronic Filing System by (i) completing the required training and (ii) signing and returning this form to the Court. Please review carefully the registration conditions set forth below before signing.

Brett M. Middleton

Bernstein Litowitz Berger & Grossmann LLP

Name - First

Middle

Last

Firm Name

12481 High Bluff Drive, Suite 300

San Diego, CA 92130

Mailing Address

City, State, Zip

N/A

858-720-3189

Utah State Bar # (if applicable)

Telephone Number

By signing this form, I understand and consent to the following:

- X Pursuant to Fed. R. Civ. P. 5(b)(2)(D), I will receive all items required to be served under Fed.R.Civ.P. 5(a) and 77 (d) and Fed. R. Crim P. 49 by either (i) notice of electronic filing, or (ii) e-mail transmission;
- X Such electronic service will constitute service and notice of entry as required by those rules;
- X I waive my right to service by USPS mail;
- X I will abide by all Court rules, orders, and procedures governing the use of the electronic filing system;
- X The combination of user ID and password issued by this Court will serve as the equivalent of my signature when I file documents using the District of Utah's electronic filing system;
- X I will carefully examine all documents prior to filing them electronically with this Court to either (i) redact sensitive and private information pursuant to DUCiv R , or (ii) move that the filing be sealed;
- X I will secure and protect my Court-issued password against unauthorized use or compromise; and
- X I will notify the Clerk of this Court within 24 hours when I (i) have a change of name, firm, address, or e-mail address to ensure proper and timely service, or (ii) learn that my password has been compromised.

Email Address(es):

Use these address(es): **Primary Email address** BrettM@blbglaw.com

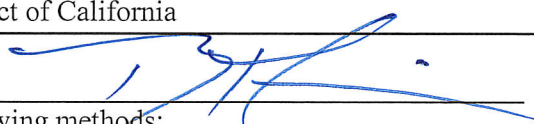
Up to two additional email addresses 1) Denab@blbglaw.com

To receive a login, you must complete one of these four options. Please check appropriate box.

<input type="checkbox"/> I have attended the CMECF Training for Attorneys given by the Court.
<input type="checkbox"/> I have completed the CMECF Training for Attorneys given by an in-house trainer in my firm.
<input type="checkbox"/> I have completed the CMECF Online Computer-Based Training modules on the court website.
<input checked="" type="checkbox"/> I have an ECF account in the Utah Bankruptcy Court or in another Federal District Court. District: Central, Southern and Northern District of California

Date:

7/15/14

Signature:


Please complete this form, and submit it by one of the following methods:

1. Mail the form to: **United States District Court, Office of the Clerk, ATTN: CM/ECF Registration, 350 S. Main St., Suite 150, Salt Lake City, Utah 84101,**
2. Scan and then email the form to ut_support@utd.uscourts.gov, or
3. Include this form as a pdf attachment with your Application for Pro Hac Vice.

EXHIBIT C

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**ORDER FOR PRO HAC VICE
ADMISSION**

Case No. 2:14-CV-00107-DB

SHAREHOLDER DERIVATIVE
ACTION

It appearing to the Court that movant meets the pro hac vice admission requirements of DUCivR 83-1-1(d), the motion for the admission pro hac vice of Brett M. Middleton in the United States District Court, District of Utah, in the above captioned case is GRANTED.

DATED this _____ day of _____ 2014.

THE HONORABLE DEE BENSON
U.S. District Court Judge